



Order Filed on June 26, 2023
by Clerk
U.S. Bankruptcy Court
District of New Jersey

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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Counsel to the Ad Hoc Bondholder Group

In re:

BED BATH & BEYOND INC., et al.,

Debtors.¹

Chapter: 11

Case No.: 23-13359 (VFP)

Judge: Hon. Vincent F. Papalia
U.S. Bankruptcy Judge

**REVISED ORDER SHORTENING TIME PERIOD FOR NOTICE,
SETTING HEARING AND LIMITING NOTICE**

The relief set forth on the following pages is hereby **ORDERED**.

DATED: June 26, 2023



Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 650 Liberty Avenue, Union, New Jersey 07083.

Debtors: BED BATH & BEYOND, INC., et al.

Case No. 23-13359 (VFP)

Caption of Order: REVISED ORDER SHORTENING TIME

After review of the application of the Ad Hoc Bondholder Group,² by and through the its counsel, for a reduction of time for a hearing on the following motions:

- (i) A motion (couched as a “Motion for Reconsideration”) pursuant to 11 U.S.C. § 105(a), Fed. R. Civ. P. 60(b), and Fed. R. Bankr. P. 4001(c) and 9024, for entry of an order (A) reconsidering and vacating (1) the *Interim Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Dkt. No. 76] (the “Interim DIP Order”) and (2) the *Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Dkt. No. 729] (the “Final DIP Order” and, together with the Interim DIP Order, collectively, the “DIP Orders”), and (B) granting the Ad Hoc Bondholder Group such other and further relief as the Court believes is just and proper [Dkt. 982], and

² The Ad Hoc Bondholder Group consists of an ad hoc group of certain holders of the 3.479% Senior Notes due 2024 (the “2024 3.749% Notes”), the 4.915% Senior Notes due 2034 (the “2034 4.915% Notes”) and the 5.165% Senior Notes due 2044 (the “2044 5.165% Notes” and, together with the 2024 3.749% Notes and the 2034 4.915% Notes, the “Senior Unsecured Notes”), each issued by Bed Bath & Beyond, Inc. on July 17, 2014 (collectively, the “Ad Hoc Bondholder Group”).

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(ii) A motion (the “Motion to Seal”), pursuant to 11 U.S.C. § 107(b), Fed. R. Bankr. P. 9018 and D.N.J. LBR 9018-1, for entry of an order (A) for authority to file under seal the Motion for Consideration and the declaration of Andrew K. Glenn (the “Glenn Declaration”) in support thereof³ submitted in support of the Ad Hoc Bondholder Group’s Motion for Reconsideration, and (B) granting the Ad Hoc Bondholder Group such other and further relief as the Court deems necessary, appropriate and consistent with the goals of the Motion to Seal [Dkt. 983], (the Motion for Reconsideration and the Motion to Seal being referred to herein as, collectively, the “Motions”), under Fed. R. Bankr. P. 9006(c)(1), it is hereby

ORDERED as follows:

1. A hearing will be conducted on the Motions (as modified and limited hereby) and shall be held **on June 27, 2023, at 2:30 p.m.** in the United States Bankruptcy Judge for the United States Bankruptcy Court for the District of New Jersey, Newark Vicinage, at the Martin Luther King, Jr. Federal Building, 50 Walnut Street, 3rd Floor, Newark, New Jersey 07102, before the Honorable Vincent F. Papalia, United States Bankruptcy Judge, in Courtroom 3B; provided, however, that (i) the request to shorten time as to the Motion for Reconsideration is **DENIED** as the Court did not rule or suggest that a motion for reconsideration and/or vacation of the DIP Orders

³ Unredacted versions of the Motion for Reconsideration and the Glenn Declaration were filed immediately after the filing of the Motion to Seal in accordance with this Court’s procedures for electronically requesting that a document be sealed (*see* [Process to Electronically Request that a Document be Sealed | United States Bankruptcy Court - District of New Jersey \(uscourts.gov\)](#)).

Debtors: BED BATH & BEYOND, INC., et al.

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could be heard on such short notice; instead, as the Application reflects, the shortened notice period was limited to the Ad Hoc Bondholders' Group's request for a limited extension of the Challenge Period; and (ii) the request is **GRANTED** as it relates to (a) the Ad Hoc Bondholders' Group's request for a limited extension of the Challenge Period; and (b) the Motion to Seal.

2. The Applicant must serve a copy of this Order, and all related documents, on the following parties: Debtors' Counsel; Unsecured Creditors' Committee Counsel; Office of the U.S. Trustee; Counsel for each secured creditor; and all parties that filed a Notice of Appearance.

by ☐ each, ☒ any of the following methods selected by the Court:

☐ fax, ☐ overnight mail, ☐ regular mail, ☒ email, ☐ hand delivery.

3. The Applicant must also serve a copy of this Order, and all related documents, on the following parties:

by ☐ each, ☐ any of the following methods selected by the Court:

☐ fax, ☐ overnight mail, ☐ regular mail, ☐ email, ☐ hand delivery.

4. Service must be made:

☒ on the same day as the date of this order, or

☐ within _____ day(s) of the date of this Order.

5. Notice by telephone:

☐ is not required

Debtors: BED BATH & BEYOND, INC., et al.

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☒ must be provided to the parties noticed above

☒ on the same day as the date of this Order, or

☐ within _____ day(s) of the date of this Order.

6. A Certification of Service must be filed prior to the hearing date.

7. Any objections to said motion/application identified above:

☐ must be filed with the Court and served on all parties in interest by electronic or
overnight mail _____ day(s) prior to the scheduled hearing; or

☒ may be presented orally at the hearing or may be submitted in writing prior to the hearing.

8. ☒ Court appearances are required to prosecute said motion/application and
any objections. Parties may request to appear via Zoom by following the protocols for this
case on the Court's public website.

In re:
Bed Bath & Beyond Inc.
Debtor

Case No. 23-13359-VFP
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-2
Date Rcvd: Jun 26, 2023

User: admin
Form ID: pdf903

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Total Noticed: 10

The following symbols are used throughout this certificate:

Symbol	Definition
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+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
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Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jun 28, 2023:

Recip ID	Recipient Name and Address
db	+ Bed Bath & Beyond Inc., 650 Liberty Avenue, Union, NJ 07083-8107
aty	+ Casey McGushin, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Charles B. Sterrett, Kirkland & Ellis, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	+ Derek I. Hunter, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Emily E. Geier, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Jacob E. Black, Kirkland and Ellis LLP, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Olivia F. Acuna, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Richard U.S. Howell, P.C, KIRKLAND & ELLIS LLP, KIRKLAND & ELLIS INTERNATIONAL LLP, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	+ Ross Fiedler, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643

TOTAL: 10

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jun 28, 2023

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on June 26, 2023 at the address(es) listed below:

Name	Email Address
Aaron Applebaum	on behalf of Creditor Ridgeport Limited Partnership aaron.applebaum@us.dlapiper.com aaron--applebaum--3547@ecf.pacerpro.com

Aaron Applebaum

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on behalf of Creditor CR Mount Pleasant LLC aaron.applebaum@us.dlapiper.com, aaron--applebaum--3547@ecf.pacerpro.com

Aaron Applebaum

on behalf of Creditor CR West Ashley LLC aaron.applebaum@us.dlapiper.com, aaron--applebaum--3547@ecf.pacerpro.com

Aaron Applebaum

on behalf of Interested Party Continental Realty Corporation aaron.applebaum@us.dlapiper.com
aaron--applebaum--3547@ecf.pacerpro.com

Aaron Applebaum

on behalf of Interested Party WM Sunset & Vine LLC aaron.applebaum@us.dlapiper.com
aaron--applebaum--3547@ecf.pacerpro.com

Aaron R. Cahn

on behalf of Creditor The Bank of New York Mellon cahn@clm.com CourtMail@clm.com

Alan J. Brody

on behalf of Creditor JPMorgan Chase Bank N.A. brody@gtlaw.com NJLitDock@gtlaw.com

Albert Anthony Ciardi, III

on behalf of Interested Party Anna Mscisz Trust aciardi@ciardilaw.com sfrizlen@ciardilaw.com;dtorres@ciardilaw.com

Albert Anthony Ciardi, III

on behalf of Creditor Rainier Colony Place Acquisitions LLC aciardi@ciardilaw.com,
sfrizlen@ciardilaw.com;dtorres@ciardilaw.com

Albert Anthony Ciardi, III

on behalf of Creditor The Anna Mscisz Trust aciardi@ciardilaw.com sfrizlen@ciardilaw.com;dtorres@ciardilaw.com

Alexander F. Barth

on behalf of Creditor The Chen Liu and Shu Fen Lie Revocable Trust abarth@cohenseglias.com

Alexandria Nikolinos

on behalf of U.S. Trustee U.S. Trustee alexandria.nikolinos@usdoj.gov

Allen J Barkin

on behalf of Creditor LOGIXAL INC. abarkin@sbmesq.com sandyr@sbmesq.com

Allen Joseph Underwood, II

on behalf of Creditor 12535 SE 82nd AVE LLC aunderwood@litedepalma.com
ajunderwood@ecf.courtdrive.com;grodriguez@litedepalma.com

Amish R. Doshi

on behalf of Creditor Oracle America Inc. amish@doshilegal.com

Amy Elizabeth Vulpio

on behalf of Creditor Salesforce.com inc. vulpioa@whiteandwilliams.com

Andrew Braunstein

on behalf of Creditor Commission Junction LLC andrew.braunstein@lockelord.com

Andy Winchell

on behalf of Creditor Dong Koo Kim and Jong Ok Kim Trustees of the Dong Koo Kim and Jong Ok Kim Family Trust, dated
October 18, 1996 andy@winchlaw.com,
awinchellecf@gmail.com;katharine@winchlaw.com;winchellar94173@notify.bestcase.com

Andy Winchell

on behalf of Creditor River Park Properties II LP andy@winchlaw.com,
awinchellecf@gmail.com;katharine@winchlaw.com;winchellar94173@notify.bestcase.com

Angela L Mastrangelo

on behalf of Interested Party CTC Phase II LLC mastrangelo@bk-legal.com, bhoffmann@bk-legal.com

Angela L Mastrangelo

on behalf of Interested Party Valley Square I L.P. mastrangelo@bk-legal.com, bhoffmann@bk-legal.com

Angela L Mastrangelo

on behalf of Interested Party Christiana Town Center LLC mastrangelo@bk-legal.com, bhoffmann@bk-legal.com

Anthony Sodono, III

on behalf of Creditor Salmar Properties LLC asodono@msbnj.com

Barbra Rachel Parlin

on behalf of Creditor ALTO Northpoint LP barbra.parlin@hklaw.com,
elvin.amos@hklaw.com;glenn.huzinec@hklaw.com,HAPI@HKLAW.COM;hapi@hklaw.com;jjalemany@hklaw.com

Beth E Levine

on behalf of Creditor Committee Official Committee Of Unsecured Creditors blevine@pszjlaw.com

Bradford J. Sandler

on behalf of Creditor Committee Official Committee Of Unsecured Creditors bsandler@pszjlaw.com
mseidl@pszjlaw.com;lsc@pszjlaw.com

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Brett D. Goodman	on behalf of Creditor KIR Brandon 011 LLC brett.goodman@afslaw.com, john.murphy@troutman.com
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Brett D. Goodman	on behalf of Creditor KIR Bridgewater 573 LLC brett.goodman@afslaw.com, john.murphy@troutman.com
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Brett D. Goodman	on behalf of Creditor KSI Cary 483 LLC brett.goodman@afslaw.com, john.murphy@troutman.com
Brett D. Goodman	on behalf of Creditor KIR MONTGOMERY 049 LLC brett.goodman@afslaw.com, john.murphy@troutman.com
Brett D. Goodman	on behalf of Creditor KIR Soncy L.P. brett.goodman@afslaw.com john.murphy@troutman.com
Brett D. Goodman	on behalf of Creditor Kimco Realty OP LLC brett.goodman@afslaw.com, john.murphy@troutman.com
Brett D. Goodman	on behalf of Creditor Kimco Riverview LLC brett.goodman@afslaw.com, john.murphy@troutman.com
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Dana S. Plon	on behalf of Creditor Simsbury Commons LLC dplon@sirlinlaw.com
Dana S. Plon	on behalf of Creditor Middletown Shopping Center I L.P. dplon@sirlinlaw.com
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Daniel M Pereira	on behalf of Creditor ChannelAdvisor Corp. dpereira@stradley.com
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David L. Bruck	on behalf of Creditor Triple B Mission Viejo LLC bankruptcy@greenbaumlaw.com
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David L. Bruck	on behalf of Creditor Brothers International Holding Corporation and Almaden Plaza Shopping Center Inc. bankruptcy@greenbaumlaw.com
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David M Stauss	

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David P. Primack

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David P. Primack

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David P. Primack

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David P. Primack

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David P. Primack

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David P. Primack

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David P. Primack

on behalf of Creditor Wedgewood Hills Inc. dprimack@mdmc-law.com, kpatterson@mdmc-law.com

David P. Primack

on behalf of Creditor Epps Bridge Centre Property Co LLC dprimack@mdmc-law.com, kpatterson@mdmc-law.com

David P. Primack

on behalf of Creditor Carson Valley Center LLC dprimack@mdmc-law.com, kpatterson@mdmc-law.com

David P. Primack

on behalf of Creditor Dreamland Shopping Center dprimack@mdmc-law.com kpatterson@mdmc-law.com

David P. Primack

on behalf of Creditor Shreve Center DE LLC dprimack@mdmc-law.com kpatterson@mdmc-law.com

David P. Primack

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David P. Primack

on behalf of Creditor Manhattan Marketplace SC LLC dprimack@mdmc-law.com kpatterson@mdmc-law.com

David P. Primack

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David P. Primack

on behalf of Creditor TKG Mountain View Plaza LLC dprimack@mdmc-law.com, kpatterson@mdmc-law.com

David P. Primack

on behalf of Creditor MCS-Lancaster DE LP dprimack@mdmc-law.com kpatterson@mdmc-law.com

David P. Primack

on behalf of Creditor Grand Mesa Center LLC dprimack@mdmc-law.com, kpatterson@mdmc-law.com

David P. Primack

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David P. Primack

on behalf of Creditor THF/MRP Tiger Town LLC dprimack@mdmc-law.com, kpatterson@mdmc-law.com

David S. Catuogno

on behalf of Creditor Cartus Corporation david.catuogno@klgates.com

Derek J. Baker

on behalf of Creditor Cherry Hill Retail Partners LLC dbaker@reedsmith.com

Diane Sanders

on behalf of Creditor VICTORIA COUNTY austin.bankruptcy@lgbs.com

Diane Sanders

on behalf of Creditor Nueces County austin.bankruptcy@lgbs.com

Diane Sanders

on behalf of Creditor San Marcos CISD austin.bankruptcy@lgbs.com

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Diane Sanders	on behalf of Creditor CAMERON COUNTY austin.bankruptcy@lgbs.com
Diane Sanders	on behalf of Creditor McLennan County austin.bankruptcy@lgbs.com
Diane Sanders	on behalf of Creditor City of McAllen austin.bankruptcy@lgbs.com
Don Stecker	on behalf of Creditor Bexar County sanantonio.bankruptcy@lgbs.com
Don Stecker	on behalf of Creditor City of El Paso sanantonio.bankruptcy@lgbs.com
Don A. Beskrone	on behalf of Creditor RetailMeNot Inc. DBeskrone@ashbygeddes.com, rpalacio@ashbygeddes.com;snewman@ashbygeddes.com;ahrycak@ashbygeddes.com;gtaylor@ashbygeddes.com;adellose@ashbygeddes.com
Douglas T Tabachnik	on behalf of Creditor Hanes M. Owner LLC and Hanes Z. Owner, LLC, Joint Tenants dtabachnik@dtlaw.com, rdalba@dtlaw.com
Douglas T Tabachnik	on behalf of Creditor Park West Village Phase I dtabachnik@dtlaw.com rdalba@dtlaw.com
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